

**COMBINED SCRUTINIZER REPORT FOR e-VOTING & POLL
FOR V.S.T. Tillers Tractors Limited**

To
The Chairman,
48th Annual General Meeting of V.S.T. Tillers Tractors Limited
Plot No. 1, Davyasandra Indl. Layout,
Whitefield Road, Mahadevapura Post,
Bangalore – 560 048

Sub: Passing of Resolution through electronic voting and poll conducted at the 48th AGM
of V.S.T. Tillers Tractors Limited (CIN: L34101KA1967PL001706) held on
August 29, 2016

The Board of the Company at its meeting held on Friday, 27th Day of May, 2016 had appointed me as Scrutinizer for the e-voting held between August 25, 2016 at 9.00 A.M. to August 28, 2016 at 05.00 P.M. and the Chairman of the 48th Annual General Meeting (AGM) has appointed me as the Scrutinizer for the Poll held at the 48th AGM of the Company on the August 29, 2016.

The Company had appointed Central Depository Services (India) Limited (CDSL), as the Service Provider for extending the facility of electronic voting to the shareholders of the Company from Thursday August 25, 2016, 9.00 A.M. till Sunday August 28, 2016, 05.00 P.M. M/s Integrated Enterprise (India) Limited are the Registrar and Share Transfer Agent of the Company. The e-voting results were unblocked by me on August 29, 2016 in the presence of two witnesses. For further details kindly refer my Scrutinizer's report dated August 29, 2016 attached herewith.

At the 48th AGM of the Company held on August 29, 2016, the Chairman of the Company has *suo-motto* called for a Poll to facilitate the members present in the meeting who could not participate in the e-voting to record their votes through the poll process. The Chairman of the AGM had appointed me as the Scrutinizer for the same. For further details kindly refer my Scrutinizer's report in Form MGT-13 dated August 29, 2016.



The result of the E-voting together with that of the Poll is as under:

Number of members who cast their votes through e-voting & Polling.	Total number of Shares held by them	Total number of Valid votes (as per details provided under each one of the Resolution(s) mentioned hereunder.
100	5720009	5720009

(a) Item No 1:

To receive, consider and adopt the audited Balance Sheet as at March 31, 2016, Profit and Loss account and Cash Flow Statement for the year ended on that date together with the Directors and Auditors Report thereon – Ordinary Resolution.

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5710504	100	0	0	0	0
Poll	4865	98.98	50	01.02	0	0
TOTAL	5715369	99.99	50	00.01	0	0

Note: The members having 4590 numbers of shares in aggregate not voted for this resolution

(b) Item No.2:

To Confirm the interim dividend of Rs.15 per Share paid for the year 2015-16 – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715094	100	0	0	0	0
Poll	4865	98.98	50	01.02	0	0
TOTAL	5719959	99.99	50	00.01	0	0



(c) Item No. 3:

To appoint a Director in place of Mr. V. P. Mahendra (DIN – 00033270), who retires by rotation and being eligible offers himself for re – appointment – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715094	100	0	0	0	0
Poll	4865	98.98	50	01.02	0	0
TOTAL	5719959	99.99	50	00.01	0	0

(d) Item No. 4:

To appoint M/s K S Rao & Co. as Statutory Auditors and to fix their remuneration – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715040	99.999	54	00.001	0	0
Poll	4865	98.98	50	01.02	0	0
TOTAL	5719905	99.99	104	00.01	0	0

(e) Item No. 5:

To ratify the remuneration of the Cost Auditors for the Financial Year Ending March 31, 2017 – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715094	100	0	0	0	0
Poll	4855	98.99	50	01.01	0	0
TOTAL	5719949	99.99	50	00.01	0	0

Note: The member having 10 number of shares not voted for this resolution



(f) Item No. 6:

Appointment of Mr. V.T Ravindra (DIN: 00396156) as a Director of the Company – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715094	100	0	0	0	0
Poll	4855	98.99	50	01.01	0	0
TOTAL	5719949	99.99	50	00.01	0	0

Note: The member having 10 number of shares not voted for this resolution

(g) Item No.7:

To Appoint Ms. Siva Kameswari Vissa (DIN: 02336249) as an Independent Director of the Company – Ordinary Resolution

Mode of Voting	Votes in favour of the resolution		Votes against the resolution		Invalid Votes	
	No's	% age	No's	% age	No's	% age
E-voting	5715094	100	0	0	0	0
Poll	4855	98.99	50	01.01	0	0
TOTAL	5719949	99.99	50	00.01	0	0

Note: The member having 10 number of shares not voted for this resolution

All the Resolutions stands passed under e-voting and poll with the requisite majority.

I hereby confirm that I am maintaining the Registers received from the Service Provider both electronically and manually, in respect of the votes cast through e-Voting and Poll by the shareholders of the Company. I shall be arranging to hand over these records to you or such other person as authorised by you.

Thanking you,

Yours faithfully

CS. SHYLENDRAKUMAR T.R.

CP No: 2453 ACS 10914



Place: Bangalore

Date: 29.08.2016

Authorized by Chairman.

For V.S.T. TILLERS TRACTORS LTD.

Chinmaya Khatua
Company Secretary